

EXHIBIT 3

**IN THE UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF IOWA
CENTRAL DIVISION**

**MATTHEW and JONNA AUDINO and
DANIEL OGLES JR.**, individually and
on behalf of all others similarly situated,

Plaintiffs,

v.

Case No. 4:16-cv-00631-SMR-HCA

JPMORGAN CHASE BANK, N.A.

Defendant.

**DECLARATION OF RICHARD M. PAUL III IN SUPPORT OF PLAINTIFFS'
MOTION FOR PRELIMINARY APPROVAL OF CLASS SETTLEMENT**

I, Richard M. Paul III, declare as follows:

1. I am the managing partner of the law firm PAUL LLP, counsel of record in this case.

I make this declaration in support of Plaintiffs' motion for preliminary approval of class settlement based on my personal knowledge and if called to testify to the contents hereof, I could and would competently do so.

2. After graduating from law school, I worked as a judicial clerk at the Missouri Supreme Court. I was hired to clerk for the Hon. Elwood Thomas, and then, after Judge Thomas' untimely death, I clerked for the remaining members of the Missouri Supreme Court until Judge Thomas' replacement was appointed. I then completed my clerkship with the Hon. Edwin Smith at the Missouri Court of Appeals, Western District.

3. In 1996, I joined the law firm of Shughart Thomson & Kilroy, P.C., n/k/a Polsinelli, as an associate. I was elected to become a shareholder and a director of the firm in 2002. During my tenure at Shughart Thomson, I both prosecuted and defended numerous class action cases. In 2008, I left Shughart Thomson and joined Stueve Siegel Hanson LLP. In 2013, I left Stueve Siegel Hanson to start my own firm.

4. My law firm is regularly engaged in the practice of complex commercial litigation, including litigation against financial institutions. *See Firm Resume*, attached as Ex. 1. In the course of this practice, I have successfully prosecuted dozens of class actions as court-appointed lead or co-lead class counsel in courts across the country. I have never had a court determine that I was not adequate to serve as class counsel.

5. I have successfully tried cases to judges and juries in both state and federal court, and tried several cases in arbitration. In addition to trial work, I have argued over 40 cases before various state and federal appellate courts. I have been repeatedly named a “Missouri/Kansas Super Lawyer” and have an AV Preeminent Peer Review Rating with Martindale-Hubbell.

6. Last year, I tried a class action on behalf of 22,000 Minnesota corn farmers as co-lead trial counsel in an MDL entitled *In re Syngenta AG MIR162 Corn Litigation*, MN MDL 3785 (Hennepin County, Minn.), which worked in parallel with a federal MDL with the same name, MDL 2591 (D. Kan.), where I served on the Plaintiffs Executive Committee. During the third week of trial, we settled all cases pending in both MDLs for \$1.51 billion.

7. I have been personally engaged in this case from the investigation phase through the current settlement phase. I and my law firm have spent a substantial amount of time investigating, researching, and litigating this case. Through the mediation process we determined that the pending settlement was in the best interest of the class members and that the settlement reached was a fair and reasonable compromise of their claims.

8. Based on data produced by Chase in this litigation, the proposed Settlement Class is comprised of persons who took out approximately 376,100 loans on which JPMorgan Chase Bank, N.A. ("Chase") collected Post-Payment Interest.

I declare under penalty of perjury that the foregoing is true and correct.

/s/ Richard M. Paul III



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Rick Paul and Ashlea Schwarz founded Paul LLP after years of litigating high stakes commercial cases together. We have fought against some of the biggest companies in the country, including Syngenta, Monsanto, Phillips 66, Bank of America, Morgan Stanley, Commerce Bank, General Motors, and Wal-Mart. And we have won big. We founded the firm on two overriding principles: (1) a strong passion for litigating cases on behalf of our clients; and (2) a desire to make meaningful, industry-wide changes that create reshaped markets and improved lives.

The Work We Do

Agriculture: Agricultural law is rapidly developing—almost as fast as the advances in biotechnology are being put on the market. Uniquely situated in the heart of farming country, we have a deep knowledge of how law and agriculture intersect, including the areas of negligence, crop-drift, trespass, antitrust, food safety, trade, marketing, and resource management. Our lawyers are well-versed in the common law and regulatory requirements related to agricultural production and marketing in individual, mass, and class actions.

Antitrust: Antitrust laws were enacted to preserve fair competition and free markets. We make sure that companies who engage in unfair business practices are kept in check, allowing other businesses the opportunity to compete in a fair marketplace for the benefit of consumers.

Class and Collective Actions: We know how difficult it is for a single person to bring a case against a large corporation or entity. The enormity of this task prevents many people from pursuing legitimate claims, which allows companies to continue with unsafe,



unlawful, or unfair practices. These are often pervasive, industry-wide violations. Our attorneys have the assets and skill sets necessary to bring about meaningful change whether it be through mass, class, or collective actions.

Commercial Litigation: Partnerships within or between businesses often lead to disputes. When partnerships are exploited, or contracts are not followed through on, we help pick up the pieces.

Commodities/Securities: In recent years, trillions of dollars in financial losses have been attributed to unlawful investment practices. We help protect investors whose financial losses resulted from fraud, breaches in fiduciary duty, and other violations of commodities and securities laws. This includes misinforming shareholders, failing to disclose information to shareholders, misrepresentation, and more.

Intellectual Property: Great ideas deserve protection. That's why laws exist to guard intellectual property, including copyright, trademarks, and patents. When works and ideas created by an individual or company are exploited by others, we help ensure that credit is duly awarded. Our contingency fee structuring allows individuals to bring cases they otherwise may not be able to afford.

Products Liability: We have a breadth of experience in ensuring manufacturers take responsibility for products that cause harm or injury to consumers. Injury and financial harm can result from products with faulty design or improper manufacturing, as well as a company's failure to warn consumers of possible injury or unwanted side effects from use of that product.

The Results We Have Achieved

In re Syngenta MIR162 Corn Litigation (District of Kansas) and *In re Syngenta Litigation* (Minnesota Fourth Judicial District) (Plaintiffs Executive Committee and co-lead trial counsel for individual bellwether and Minnesota class leading to \$1.51 billion nationwide class settlement)

In re General Motors Dex-Cool Cases (Alameda County Superior Court, California; Jackson County Circuit Court, Missouri) (co-lead class counsel in MDL and individual state class actions; negotiated nationwide settlement providing full relief to all class members on the eve of first class trial)



In re Eclipse Aviation Depositor Litigation (Bernalillo County, New Mexico) (negotiated settlements of approximately \$48,000,000 on behalf of purchasers of jet aircraft)

In re: Air Crash of N51RX (Santa Fe County, New Mexico) (negotiated confidential 8-figure settlement in a 5-death air ambulance crash with multiple defendants and insurance companies)

Malloy v. Pratt & Whitney (U.S. District Court, Northern District of Oklahoma) (\$2.1 million settlement of product liability claim for defective aircraft engines)

In re Great Plains Air Lines (U.S. Bankruptcy Court, Northern District of Oklahoma) (negotiated confidential settlement with officers and directors of defunct regional airline carrier)

In re Mountain Energy Corp. (U.S. Bankruptcy Court, Western District of Missouri) (appointed as trial counsel for bankruptcy trustee to assert officer/director liability claims; negotiated 14-party settlement worth \$63 million to bankruptcy estate)

In re Oak Hills Drilling & Operating Co. (U.S. Bankruptcy Court, Eastern District of Oklahoma) (appointed trial counsel for bankruptcy trustee; obtained judgment after trial for over \$1.5 million on behalf of bankruptcy estate)

De La Cruz v. Masco Retail Cabinet Group (Arbitration – AAA) (obtained \$2.6 million arbitration award for group of account representatives who were misclassified in violation of the FLSA)

Malloy v. Commerce Bank (District Court of Tulsa County, Oklahoma) (negotiated settlement for claims alleging aiding and abetting breach of fiduciary duty, fraudulent transfers, and civil conspiracy on behalf of bankruptcy estate)

Sanchez v. DISH Network LLC (Arbitration – AAA) (received \$2.9 million judgment on behalf of 3,000 call center employees seeking unpaid overtime wages under the FLSA)



The Lawyers and Reputation We Enjoy



Rick Paul

Rick, managing partner of Paul LLP, specializes in complex antitrust, business, product liability, and consumer litigation—typically involving multi-parties, class or mass actions, or bankruptcy estates. Rick graduated from the University of Missouri-Columbia School of Law, where he served as Associate Managing Editor of the Missouri Law Review. After law school, Rick was a judicial law clerk at the Missouri Supreme Court and the Missouri Court of Appeals, Western District. In 1996, he began private practice with a large firm formerly known as Shughart Thomson & Kilroy (n/k/a Polsinelli). In 2002, the Board of Directors of Shughart Thomson elected him a Shareholder and Director. In 2008, Rick moved his practice to Stueve Siegel Hanson LLP. In May 2013, Rick started Paul LLP.

Rick has recovered more than \$2 billion for his clients through trial or settlement. Rick has been appointed by numerous courts across the country to serve as lead class counsel in class actions and MDL proceedings and as special litigation counsel for bankruptcy trustees in numerous bankruptcy estates. Currently, Rick is serving on the Plaintiffs' Executive Committee in *In re Dicamba Herbicides Litigation*, MDL 2820, pending in the United States District Court for the Eastern District of Missouri.

Rick enjoys being in the courtroom and has tried and won many types of cases in jury trials, bench trials, and arbitrations. He has repeatedly been brought in to a case shortly before trial for just that purpose. Recently, Rick served as trial counsel in the *In re Syngenta Litigation* pending in the Minnesota Fourth Judicial District. Rick was co-lead trial counsel for the first individual bellwether trial as well as the Minnesota class action trial. During the third week of the Minnesota class trial, the litigation was settled on behalf of all farmers (individual and classes) across the country. This is just the most recent in a string of litigations where Rick has been lead trial counsel, including two class arbitrations, where he prevailed in both. He has also argued more than 40 appeals to various state and federal appellate courts and briefed over 100 appeals.

Rick is active in the local bar, including the Kansas City Metropolitan Bar Association and the Lawyers Association of Kansas City. In 2004, he served as the Chair of the Appellate



Courts Committee of the KC MBA. He has also served as Vice-Chair on the Business Torts Committee, where he authored the Chapter on Fiduciary Duties for the Business Torts Handbook. Rick is a frequent speaker and moderator at seminars and continuing education courses.

As a young attorney, Missouri Lawyers Weekly named Rick as one of eight “Up and Coming Lawyers.” He has been repeatedly named a “Missouri/Kansas Super Lawyer,” is listed on American Registry’s “Top Attorneys in Missouri/Kansas,” and has an AV Preeminent Peer Review Rating with Martindale-Hubbell.

Court Admissions

Missouri, 1995	U.S. Court of Appeals, 9th Circuit
Kansas, 1997	U.S. Court of Appeals, 10th Circuit
U.S. Supreme Court	U.S. Court of Appeals, 11th Circuit
U.S. Court of Appeals, 3rd Circuit	U.S. District Court, District of Colorado
U.S. Court of Appeals, 4th Circuit	U.S. District Court, District of Kansas
U.S. Court of Appeals, 6th Circuit	U.S. District Court, Eastern District of Missouri
U.S. Court of Appeals, 7th Circuit	U.S. District Court, Western District of Missouri
U.S. Court of Appeals, 8th Circuit	U.S. District Court, Eastern District of
Wisconsin	

Education

University of Missouri-Columbia School of Law, Columbia, Missouri, 1995, J.D.
Assistant Managing Editor, Missouri Law Review

University of Missouri, Columbia, Missouri, 1992
B.A., Economics and Political Science, Honors College
MU Varsity Tennis Team, Letter winner; Academic All Big-8



Ashlea Schwarz

Ashlea litigates complex business disputes including claims for breach of contract, breach of fiduciary duty, intellectual property and trade secrets, fraud, and misrepresentation. She also represents clients in a range of litigation matters including complex, consumer class and collective actions, and acts as special counsel for Chapter 7 bankruptcy trustees in multifaceted adversary proceedings to bring monies back into the estate to pay creditors typically including for fraudulent transfers, aiding and abetting, breach of fiduciary duties, conspiracy, re-characterizing debt instruments as equity, equitable subordination, products liability, and director/officer liability.

Ashlea has represented thousands of clients from the inception of a case through a verdict and litigated over 50 mass and class actions. Ashlea has taken 6 cases to trial, including two collective/class actions where she recovered over \$5 million collectively for her clients. Her practice is nationwide and traditionally includes multi-party and multi-district litigation.

Ashlea remains involved in the legal community through her work as a board member for the Kansas City Bar Association's Federal Court Advocates Section, subcommittee chair for American Women Lawyers, and participation in the Lawyers Association of Kansas City. She is a contributing author for the American Bar Association's yearly FLSA Midwinter Report and co-author of *FLSA Arbitration Strategies* for the April 2013 edition of Trial Magazine, Employment Law. In 2014, she was named one of Missouri Lawyers' Weekly's "Up and Coming Lawyers," an award recognizing litigators under age 40 who demonstrate excellence in the legal profession and in their commitment to their communities. Ashlea continues to be selected yearly as a Kansas City Business Journal Rising Star and Super Lawyers' Missouri and Kansas Rising Star.

Court Admissions

Missouri, 2007

Kansas, 2008

U.S. Court of Appeals, 4th Circuit

U.S. District Court, Western District of Missouri

U.S. Court of Appeals, 10th Circuit

U.S. District Court, District of Colorado

U.S. District Court, District of Kansas



Education

University of Kansas School of Law, Lawrence, Kansas, 2007, J.D.

Clerk for Judge Julie Robinson, U.S. District, District of Kansas, 2005-2006

Honors: P. Mize Award for Trial Advocacy, Robert F. Bennett Award for Public Service

Kansas State University, Manhattan, Kansas, 2004

B.A. in Journalism and Mass Communications and minors in English and German

Honors: Phi Beta Kappa, Phi Kappa Phi, Golden Key, Journalism and Mass Communication Ambassador, K-State Student Foundation Board Member, University Ambassador



Sean Cooper



Sean focuses his practice on complex commercial litigation, class actions, wrongful death and catastrophic injury, antitrust litigation, mass torts and wage and hour litigation. Sean earned his J.D. from the University of Kansas School of Law in 2013. During law school, Sean was an Associate Editor of the Kansas Law Review and won CALI Excellence for the Future Awards in KU's Immigration and Asylum Clinic and International Human Rights Law. Before law school, Sean earned a B.A. in English from Truman State University and graduated summa cum laude. Sean also received

his M.A. in English from Truman State, where he was graduate student of the year in the English program. Sean was a four-year varsity tennis player at Truman State, posting one of the winningest records in school history. After receiving his M.A., Sean taught English as a second language in Bangkok, Thailand.

Court Admissions

Missouri, 2013

Kansas, 2014

U.S. Court of Appeals, 7th Circuit

U.S. Court of Appeals, 8th Circuit

U.S. District Court, District of Kansas

U.S. District Court, Western District of Missouri

Education

University of Kansas School of Law, Lawrence, Kansas, 2013 J.D.

Truman State University

M.A., English, 2008

B.A., English, 2006 – summa cum laude